

ECLIPSE.ORG FOUNDATION, INC.

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS

(FEBRUARY 16, 2022)

A Meeting of the Board of Directors (the “**Board**”) of Eclipse.org Foundation, Inc., a Delaware corporation (the “**Corporation**”), was held as a regularly scheduled conference call.

Present at the meeting were the following Directors:

Present	Director	Organization
Y	Deborah Bryant	Eclipse Foundation AISBL Representative
Y	Ed Merks	Elected Committer Representative
N	Farah Papaioannou	Elected Contributing Representative
Y	Jim Wright	Eclipse Foundation AISBL Representative
Y	Kenji Kazumura	Eclipse Foundation AISBL Representative
Y	Matthias Sohn	Eclipse Foundation AISBL Representative
Y	Steffen Evers	Eclipse Foundation AISBL Representative

Present at the invitation of the Board were Mike Milinkovich, Executive Director, Paul White, Secretary/Treasurer, and Gesine Freund of Eclipse.org Foundation, Inc.

AGENDA

The following agenda was proposed for the meeting:

1. Roll call
 2. Approval of December 15, 2021 minutes
 3. Approval of new PMC Lead for Eclipse Science Top-level Project
 4. Approval of the distribution of the current and future versions of the JFreeChart library by the Eclipse TRACE4CPS project, under the LGPL
 5. Approval of the distribution of the current and future versions of the SNAKES library by the Eclipse Comma project, under the LGPL
 6. Approval of the appointment of BDO as auditor
- Adjournment

GENERAL BUSINESS

Minutes

Mike Milinkovich introduced a discussion of the full and abridged minutes of the December 15, 2021 Board Meeting, attached as Appendix A. The Board unanimously passed the following resolution:

RESOLVED, the Board approves the draft minutes of the December 15, 2021 Board Meeting as circulated

Approval of new PMC Lead for Eclipse Science Top-level Project

Mike Milinkovich informed the board that Greg Watson is stepping down as PMC lead for Eclipse Science TLP. Jay Jay Billings has agreed to act in this capacity going forward.

The Board unanimously passed the following resolution:

RESOLVED, the Board approves Jay Jay Billings as the PMC Lead for the Eclipse Science Top-level Project.

Approval of the distribution of the current and future versions of the JFreeChart library by the Eclipse TRACE4CPS project, under the LGPL

Mike Milinkovich introduced a discussion on the distribution of current and future versions of JFreeChart library by Eclipse TRACE4CPS project, the related materials for which are attached as Appendix B.

The Board unanimously passed the following resolution:

RESOLVED, the Board approves the distribution of the current and future versions of the JFreeChart library by the Eclipse TRACE4CPS project, under the LGPL.

Approval of the distribution of the current and future versions of the SNAKES library by the Eclipse Comma project, under the LGPL

Mike Milinkovich introduced a discussion on the distribution of current and future versions of the SNAKES library by the Eclipse Comma project, the related materials for which are attached as Appendix C.

The Board unanimously passed the following resolution:

RESOLVED, the Board approves the distribution of the current and future versions of the SNAKES library by the Eclipse Comma project, under the LGPL.

Approval of the appointment of BDO as auditor

Mike Milinkovich introduced a proposal to have the Corporation appoint BDO as its financial auditor with Jeff Johnson as the senior auditor from BDO, the related material for which is attached as Appendix D. Mike explained that while Deloitte had served as the Corporation's auditor for many years, there were many changes at Deloitte's Ottawa office that led to management exploring changing auditors. Mike explained that FinCom had reviewed the appointment of BDO as auditor, and was recommending to the Board to make this appointment.

The Board unanimously passed the following resolution:

RESOLVED, the Board approves the appointment of Jeff Johnson of BDO as financial auditor for the Corporation.

Eclipse Foundation Updates and New Board Portal

Mike Milinkovich informed the Board that effective April 1, 2022, the Board will change from seven members to five members. Mike explained that as a result of the Corporation no longer having any Strategic members, there will no longer be any elected Contributing or Committer representatives. The net result is the Board's five members will be representatives of the Eclipse Foundation AISBL.

A new Board portal was set up on Osborne Clarke's platform. Going forward board documents, minute books, etc. will be made available on this portal.

Action Items:

None

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There being no further business to discuss, the meeting was adjourned.

This being a true and accurate record of the proceedings of this Meeting of the Board of

Directors held on February 16, 2022, is attested to and signed by me below.

/s/ Paul White
Secretary of Meeting